

1 UNITED STATES BANKRUPTCY COURT
 2 NORTHERN DISTRICT OF CALIFORNIA

3 -oOo-

4 In Re:) Case No. 23-30564
) Chapter 11
 5 THE ROMAN CATHOLIC ARCHBISHOP)
 OF SAN FRANCISCO) San Francisco, California
 6) Thursday, October 12, 2023
 Debtor.) 1:30 PM
 7)

8 MOTION OF DEBTOR FOR
 9 AUTHORITY TO EMPLOY AS OF THE
 PETITION DATE AND PROVIDE
 10 COMPENSATION TO PROFESSIONALS
 USED IN THE ORDINARY COURSE
 11 OF BUSINESS FILED BY THE
 ROMAN CATHOLIC ARCHBISHOP OF
 SAN FRANCISCO [114]

12 MOTION FOR AN ORDER
 13 ESTABLISHING PROCEDURES AND
 AUTHORIZING PAYMENT OF
 14 PROFESSIONAL FEES AND
 EXPENSES ON A MONTHLY BASIS
 15 FILED BY THE ROMAN CATHOLIC
 ARCHBISHOP OF SAN FRANCISCO
 16 [132]

17 TRANSCRIPT OF PROCEEDINGS
 BEFORE THE HONORABLE DENNIS MONTALI
 18 UNITED STATES BANKRUPTCY JUDGE

19 APPEARANCES (All present by video or telephone):

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12 Also Present:

Most Rev. Salvatore J. Cordileone
Archbishop

14 Joseph J. Passarello
Chief Financial Officer

16 Fr. Patrick Summerhays
Responsible Individual

18 Court Recorder:

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25 transcript provided by transcription service.

The Roman Catholic Archbishop Of San Francisco

3

1 SAN FRANCISCO, CALIFORNIA, THURSDAY, OCTOBER 12, 2023, 1:30 PM

2 -oOo-

3 (Call to order of the Court.)

4 THE CLERK: Court is now in session, the Honorable
5 Dennis Montali presiding. Calling the matter of the Roman
6 Catholic Archbishop of San Francisco.

7 I will bring counsel in now, Your Honor.

8 THE COURT: Okay. Thank you.

9 All right. Mr. Pascuzzi, you're first up. Can you
10 state your appearance?

11 MR. PASCUZZI: Yes, Your Honor. Good afternoon. Paul
12 Pascuzzi, Felderstein Fitzgerald Willoughby Pascuzzi & Rios,
13 for the debtor, the Roman Catholic Archbishop of San Francisco.
14 My colleague Jake Rios is also, I think, on the line, and he
15 can address any questions on the two motions on calendar today.
16 I think they're unopposed.

17 THE COURT: Okay.

18 MR. PASCUZZI: And then I did want to mention, as you
19 see, Mr. Katz is on the Zoom as well. But also client
20 representatives, not that they need to be on the screen, but
21 Archbishop Cordileone is on with Fr. Summerhays, the
22 responsible individual, and Mr. Passarello, whose declaration
23 was part of the motions.

24 THE COURT: Okay. Thank you.

25 Let me get the appearances for Mr. Katz and Mr.

1 Blumberg.

2 MR. KATZ: Good afternoon, Your Honor. Ori Katz,
3 appearing for the debtor.

4 THE COURT: And Mr. Blumberg.

5 MR. BLUMBERG: Good afternoon. Good afternoon, Your
6 Honor. Jason Bloomberg for the United States Trustee.

7 THE COURT: Okay. Mr. Rios, I guess your partner
8 already made your appearance.

9 This is our first Zoom hearing since the judicial
10 conference changed the rules on us. So I'm just going to make
11 a statement. And again, the lawyers probably already know
12 this.

13 But under the new procedure, we are not permitted to
14 broadcast via video to the public generally for even hearings
15 of this nature. We, of course, can and are presently allowing
16 counsel, and in this case for the client representatives, the
17 Archbishop or any of the other people that Mr. Pascuzzi
18 mentioned, they are allowed to observe the hearing on Zoom.
19 And my procedure is maybe slightly different from Judge
20 Blumensteil. I haven't really checked with the Oakland judges.
21 But Mr. Katz and Mr. Pascuzzi, I'll address this to you
22 primarily.

23 For the future, for the hearings, Mr. Parada, or
24 anyone else, if she is not available, will provide you with the
25 Zoom links. And under my procedure, you are welcome to share

1 those links with colleagues. In your case, Mr. Pascuzzi,
2 obviously, Mr. Rios. But obviously, the Archbishop or any of
3 the officers or responsible people who are part of the
4 archbishop and the debtor, and the same with you, Mr. Katz.

5 And I see Mr. Lucas has joined us. Mr. Lucas, why
6 don't you state your appearance, and then I'll continue with my
7 little speech.

8 MR. LUCAS: Thank you, Your Honor. John Lucas,
9 Pachulski Stang Ziehl & Jones, proposed counsel for the
10 official committee.

11 THE COURT: Okay. So that same caution is passed on
12 to you and in the same procedure. And for those of you who --
13 and Mr. Katz, I know tomorrow, even, you're going to be
14 involved in another matter before me, and it's the same
15 procedure. I won't comment on what I think of the procedure.
16 No, it's above my pay grade to change it. I have to follow it.

17 So that means, so you know, though, if there are just
18 members of the public, I must say, even claimants in this case,
19 we can't any longer allow them to observe on the Zoom. They
20 have to do it by the phone. And there may be cases where under
21 certain circumstances, certainly claimants -- again, I use the
22 archbishop case for the kind of claimants that Mr. Lucas is
23 representing. And I'll tell you again, Mr. Pascuzzi, and
24 you're familiar with on the PG&E case, I probably would do the
25 same for fire victims if they were actively participating in

1 the hearings. But it has to do with policies that I have no
2 control over.

3 So that's my speech. I'll just urge you and any other
4 officers of the court to take seriously the admonition that you
5 can share the links with colleagues in your law firm or your
6 client representatives, but you cannot share it with other
7 persons. And that would be prohibited. And I think I'm just
8 going to leave it at that.

9 Okay. Let me make now a comment about the case here.
10 I appreciate the progress and the hard work that's been done
11 through your office, Mr. Blumberg, and the debtor's counsel.
12 And to the extent that counsel for the committee, who is new
13 to -- this is the first time Mr. Lucas or anyone from his firm
14 have been on this hearing with me. But I appreciate the
15 progress that's been made. In fact, for a case that we
16 anticipated to be high viz and demanding, it's been pretty easy
17 from my point of view so far. And so keep up the good work.

18 And with that in mind, unless there's something that
19 any of you need to say to me, I will say that the disposition
20 of the two motions, we'll call the ordinary-course
21 professionals, and I guess we have to call all of you on the
22 screen the bankruptcy professionals, you're not ordinary
23 course, I'm gratified to see the progress made and the U.S.
24 Trustee offering comments and the debtor responding. And I'm
25 prepared to just approve them both as filed, as modified.

1 I do have one question. It's more of a rhetorical
2 question. It seems to me that to the extent that any of the
3 so-called ordinary-course professionals might have pre-petition
4 claims, I'm in effect accepting the analysis of the law that
5 they're not disinterested for purposes of 327 because they are
6 not integral to -- or put it this way, they're doing the kind
7 of professional work that they would do if the Archbishop had
8 not filed bankruptcy, just like all the other kinds of many
9 professionals that have to support any debtor of any nature
10 that have nothing to do with the bankruptcy.

11 So Mr. Blumberg, I guess I'll ask if that's a fair
12 interpretation of the way you've agreed with the debtor. Is
13 that how you read the law and how you apply it to this case?

14 MR. PASCUZZI: Yes. Jason Blumberg for the United
15 States Trustee. Yes, that's correct, Your Honor. The United
16 States Trustee agrees with that analysis.

17 As the ordinary-course declarations are filed, which
18 may disclose a claim or scope of services that are different
19 than what we anticipate, there's always the possibility that we
20 could object. But for now, I think that's the analysis that we
21 are employing.

22 THE COURT: Well, I would say that as long as I've
23 been on the bench and long before that, as long as I've been a
24 practitioner in the Northern District, the rule of just
25 qualification for a lack of disinterested for pre-petition

1 claims has been pretty faithfully followed. And yet, I think
2 the case law has certainly come to recognize that a lot of
3 professional people do not play a pivotal role in the
4 bankruptcy. And I certainly believe that that seems to be
5 exactly the case with a number of the professionals who are in
6 this category of ordinary course.

7 Again, I'll turn it around the other way. If the
8 Archbishop had not needed to file Chapter 11, he presumably
9 would be employing all those kinds of people, insurance
10 advisors and litigation advisors and investment advisors. And
11 that would be in ordinary course, just like corporate counsel
12 that have in-house legal departments. I don't think anybody
13 ever questions that an in-house counsel -- even the Archbishop
14 has in-house counsel. But I don't think anybody would question
15 that they are ordinary course and they would be doing those
16 kinds of things if there had never been a bankruptcy.

17 So I fully endorse the determination, and I'll leave
18 it at that. So go back to you, Mr. Pascuzzi. If there's
19 nothing else you need to raise about the two motions, I'm ready
20 to put them to bed. I do have one other comment that I want to
21 make about something else, but let me go back to you as the
22 principal of debtors' counsel.

23 MR. PASCUZZI: Thank you, Your Honor. We don't really
24 have anything else to add. The committee, we ran these motions
25 by the committee. I think Mr. Lucas has reviewed it all and is

1 on board. So I think we're okay.

2 Mr. Rios is saying he might have something to say.

3 MR. RIOS: Your Honor, I had one note. One is just to
4 your comments about the ordinary course. That is why we filed
5 the supplemental declaration for Mr. Passarello, and paragraphs
6 3 and 4 reference the type of services that Beacon Pointe and
7 Grant Thornton provide are ordinary. And we did that at Mr.
8 Blumberg's request to satisfy the concerns that Your Honor has
9 raised.

10 THE COURT: Well, I mean, I hadn't anyone to raise it
11 with, except in my mind.

12 MR. RIOS: Yes. Well, and the --

13 THE COURT: And no, but (indiscernible) my point. I
14 did read the supplemental --

15 MR. RIOS: Okay.

16 THE COURT: -- declaration, and to me, that closed the
17 loop and had a good explanation. And again, I compliment Mr.
18 Blumberg and the United States Trustee for coming out with the
19 same result, a very practical result, and it lets those
20 professionals go about their business and not have some
21 bankruptcy track up someone else's sleeve that traps them.
22 Okay (indiscernible).

23 MR. RIOS: One other comment I wanted to make, Your
24 Honor, was that we had agreed with the U.S. Trustee's office
25 that the ordinary-course declaration that will be filed should

1 attach the retention agreement and disclose whether there are
2 any indemnity provisions. And so we had intended to make that
3 change in the modified order that we submitted. So the final
4 version of the order that we submit you will see will include
5 that that language, that the ordinary course --

6 THE COURT: Okay. Then, perhaps we should just, to
7 use our term, "trash" the orders that -- if you've uploaded
8 them already --

9 MR. RIOS: Yeah.

10 THE COURT: -- and then (indiscernible) --

11 MR. RIOS: I don't think that we have. We just
12 attached them as exhibits --

13 THE COURT: Oh, okay.

14 MR. RIOS: -- to the motions.

15 THE COURT: Okay. I mean, again, the word "trash" is
16 not a reflection of the professionalism. It's just, it's the
17 ECF term to get rid of it. But if you haven't uploaded it,
18 it's not a problem. You'll be able to upload the final. Okay.

19 MR. RIOS: Okay. Thank you.

20 THE COURT: Then for the record and for anyone else
21 who's following all this, the two motions on calendar today,
22 we'll call the ordinary-course professionals and the procedures
23 for what we'll call the Knudsen order for payment of the
24 bankruptcy professionals and others, those are both approved as
25 filed, as modified.

1 The other question that I put for a homework
2 assignment, not an answer today, is I am pretty adamant about
3 wanting to pin down a claims-bar date. This should come as no
4 surprise to you, Mr. Pascuzzi, so -- and Mr. Lucas, I presume
5 that's something on your and your client's mind. And unless
6 there's already an agreement, I don't need an answer.

7 But I'm going to be looking forward to it. And let's
8 say, by the next hearing, I certainly would like to have
9 some -- either a stipulation about that or submit it to me so I
10 can listen to argument and make a decision. But I'm not
11 requiring a response at this point.

12 MR. PASCUZZI: Your Honor, Paul Pascuzzi here. I was
13 going to update you on that issue because I thought you might
14 inquire. We have a motion drafted, a claims-procedures motion
15 drafted. It was circulated on Tuesday to committee counsel,
16 the U.S. Trustee's office, and the insurance counsel who have
17 appeared so far in the case to solicit their comments.

18 The idea is we will get comments back from them
19 hopefully shortly. We'll try and reconcile them. If there are
20 some things we can't reconcile, regardless, we'll get the
21 motion on file and get it set for hearings. So I think it more
22 likely will be on your November 9th hearing date than the
23 October 26th hearing date, just for the time period.

24 But that is significantly on its way. I'm not sure
25 we're going to have a big issue with the bar date. But there's

1 other aspects of the claims procedures that we just need to
2 make sure we're on the same page with the committee and the
3 insurers or narrow whatever issues there may be for the Court
4 to decide.

5 THE COURT: Well, okay. If it were just the claims-
6 bar date, I don't even know that it requires a notice motion if
7 there is consensus among the players. And obviously, the
8 critical players here are the debtor and the committee. I
9 don't mean to downgrade the role of the insurance counsel. But
10 if the committee and the debtor are in agreement, I'm not
11 inclined to second-guess it. If, to the extent that you have
12 some more detail and the kind of procedures that you told me
13 about, I guess it probably should be on the calendar.

14 So I'll just assume that that you'll have something
15 for consideration by November 9th. But if you can break it
16 into parts -- I don't know, I'll leave it to you, Mr. Pascuzzi,
17 to see whether it's a good thing or a (indiscernible) idea to
18 kind of separately fix the bar date before you deal with other
19 procedures. I think the committee's experience, your
20 experience in not only this case but other cases, and the
21 insurers, certainly, I want to respect and not try to act like
22 I know the best, something better than all of you. So I'll
23 look forward to that and have it down as a look-forward-to-
24 something-regarding-claim-bar-by-November-9th. Okay. So --

25 MR. PASCUZZI: (Indiscernible) --

1 THE COURT: -- unless any of you have anything more to
2 say or anything else to report on, I'm going to call it a day
3 for the hearing.

4 MR. LUCAS: Your Honor, this is John Lucas for the
5 proposed committee counsel. Just, Your Honor, we did receive
6 the motion day before yesterday, and we are reviewing it.
7 We're not expecting anything to be terribly difficult to come
8 to terms to the extent that there are any differences. But I
9 do think that the November 9th timeline, as Mr. Pascuzzi
10 proposed, is realistic here, just for --

11 THE COURT: Okay.

12 MR. LUCAS: -- what it's worth. Yeah.

13 THE COURT: That's fine. No, that doesn't bother me
14 in the slightest. So --

15 MR. LUCAS: Okay.

16 THE COURT: -- I guess I'll make an issue of it if it
17 slides.

18 Okay. With that, I thank you for your time, and we'll
19 call it a day. Have a nice weekend, everyone. Appreciate
20 (indiscernible).

21 (Whereupon these proceedings were concluded at 1:47 PM)

22

23

24

25

I N D E X

RULINGS:

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Debtor's motion to employ ordinary-course

10 20

professionals is granted as filed, as

modified

Debtor's motion for payment of professional

10 20

fees and expenses is granted as filed, as

modified

C E R T I F I C A T I O N

I, River Wolfe, certify that the foregoing transcript is a true and accurate record of the proceedings.



/s/ RIVER WOLFE, CDLT-265

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Date: October 18, 2023

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